

U.S. Department of Justice
Washington, DC 20530

OMB NO. 1124-0002; Expires February 28, 2014

Supplemental Statement

**Pursuant to the Foreign Agents Registration Act of
1938, as amended**

For Six Month Period Ending April 30, 2012

(Insert date)

I - REGISTRANT

1. (a) Name of Registrant (b) Registration No.

INTERNATIONAL MERCHANDISING CORPORATION 6032

- (c) Business Address(es) of Registrant
1360 East Ninth Street, Suite 100
Cleveland, Ohio 44114

2. Has there been a change in the information previously furnished in connection with the following?

- (a) If an individual: Not Applicable

- | | | |
|---------------------------|------------------------------|-----------------------------|
| (1) Residence address(es) | Yes <input type="checkbox"/> | No <input type="checkbox"/> |
| (2) Citizenship | Yes <input type="checkbox"/> | No <input type="checkbox"/> |
| (3) Occupation | Yes <input type="checkbox"/> | No <input type="checkbox"/> |

- (b) If an organization:

- | | | |
|--------------------------|------------------------------|--|
| (1) Name | Yes <input type="checkbox"/> | No <input checked="" type="checkbox"/> |
| (2) Ownership or control | Yes <input type="checkbox"/> | No <input checked="" type="checkbox"/> |
| (3) Branch offices | Yes <input type="checkbox"/> | No <input checked="" type="checkbox"/> |

- (c) Explain fully all changes, if any, indicated in Items (a) and (b) above.

IF THE REGISTRANT IS AN INDIVIDUAL, OMIT RESPONSE TO ITEMS 3, 4, AND 5(a).

3. If you have previously filed Exhibit C¹, state whether any changes therein have occurred during this 6 month reporting period.

Yes ☐ No ☒

If yes, have you filed an amendment to the Exhibit C? Yes ☐ No ☐

If no, please attach the required amendment.

¹ The Exhibit C, for which no printed form is provided, consists of a true copy of the charter, articles of incorporation, association, and by laws of a registrant that is an organization. (A waiver of the requirement to file an Exhibit C may be obtained for good cause upon written application to the Assistant Attorney General, National Security Division, U.S. Department of Justice, Washington, DC 20530.)

Formerly CRM-154

FORM NSD-2
Revised 03/11

4. (a) Have any persons ceased acting as partners, officers, directors or similar officials of the registrant during this 6 month reporting period?

Yes ☒No ☐

If yes, furnish the following information:

Name

Tony Crispino

Position

Director

Date Connection Ended

March 1, 2012

(b) Have any persons become partners, officers, directors or similar officials during this 6 month reporting period?

Yes ☒No ☐

If yes, furnish the following information:

Name

See Addendum A for
Individuals

Residence Address

Citizenship

Position

Date Assumed

5. (a) Has any person named in Item 4(b) rendered services directly in furtherance of the interests of any foreign principal?

Yes ☐No ☒

If yes, identify each such person and describe the service rendered.

(b) During this six month reporting period, has the registrant hired as employees or in any other capacity, any persons who rendered or will render services to the registrant directly in furtherance of the interests of any foreign principal(s) in other than a clerical or secretarial, or in a related or similar capacity? Yes ☐ No ☒

Name

Residence Address

Citizenship

Position

Date Assumed

(c) Have any employees or individuals, who have filed a short form registration statement, terminated their employment or connection with the registrant during this 6 month reporting period? Yes ☐ No ☒

If yes, furnish the following information:

Name

Position or Connection

Date Terminated

(d) Have any employees or individuals, who have filed a short form registration statement, terminated their connection with any foreign principal during this 6 month reporting period? Yes ☐ No ☒

If yes, furnish the following information:

Name

Position or Connection

Foreign Principal

Date Terminated

6. Have short form registration statements been filed by all of the persons named in Items 5(a) and 5(b) of the supplemental statement?

Yes ☐No ☐

Not Applicable

If no, list names of persons who have not filed the required statement.

Not Applicable

II - FOREIGN PRINCIPAL

7. Has your connection with any foreign principal ended during this 6 month reporting period? Yes ☐ No ☒
If yes, furnish the following information:

Foreign Principal

Date of Termination

8. Have you acquired any new foreign principal(s)² during this 6 month reporting period? Yes ☐ No ☒
If yes, furnish the following information:

Name and Address of Foreign Principal(s)

Date Acquired

9. In addition to those named in Items 7 and 8, if any, list foreign principal(s)² whom you continued to represent during the 6 month reporting period.

KINGDOM 5-KR-215 LTD ("KR-215")

10. (a) Have you filed exhibits for the newly acquired foreign principal(s), if any, listed in Item 8?

Exhibit A³ Yes ☐ No ☐Exhibit B⁴ Yes ☐ No ☐

If no, please attach the required exhibit.

- (b) Have there been any changes in the Exhibits A and B previously filed for any foreign principal whom you represented during this six month period? Yes ☐ No ☒

If yes, have you filed an amendment to these exhibits? Yes ☐ No ☐

If no, please attach the required amendment.

² The term "foreign principal" includes, in addition to those defined in section 1(b) of the Act, an individual organization any of whose activities are directly or indirectly supervised, directed, controlled, financed, or subsidized in whole or in major part by a foreign government, foreign political party, foreign organization or foreign individual. (See Rule 100(a) (9)). A registrant who represents more than one foreign principal is required to list in the statements he files under the Act only those principals for whom he is not entitled to claim exemption under Section 3 of the Act. (See Rule 208.)

³ The Exhibit A, which is filed on Form NSD-3 (Formerly CRM-157) sets forth the information required to be disclosed concerning each foreign principal.

⁴ The Exhibit B, which is filed on Form NSD-4 (Formerly CRM-155) sets forth the information concerning the agreement or understanding between the registrant and the foreign principal.

III - ACTIVITIES

11. During this 6 month reporting period, have you engaged in any activities for or rendered any services to any foreign principal named in Items 7, 8, or 9 of this statement? Yes ☒ No ☐

If yes, identify each foreign principal and describe in full detail your activities and services:

Registrant facilitated participation or dialogue by or on behalf of KR-215 on global issues, with potential digital media partners and with business, academic/philanthropic and media figures in the US.

12. During this 6 month reporting period, have you on behalf of any foreign principal engaged in political activity⁵ as defined below? Yes ☐ No ☒

If yes, identify each such foreign principal and describe in full detail all such political activity, indicating, among other things, the relations, interests and policies sought to be influenced and the means employed to achieve this purpose. If the registrant arranged, sponsored or delivered speeches, lectures or radio and TV broadcasts, give details as to dates, places of delivery, names of speakers and subject matter.

13. In addition to the above described activities, if any, have you engaged in activity on your own behalf which benefits your foreign principal(s)? Yes ☐ No ☒

If yes, describe fully.

⁵ The term "political activity" means any activity that the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting or changing the domestic or foreign policies of the United States or with reference to political or public interests, policies, or relations of a government of a foreign country or a foreign political party.

IV - FINANCIAL INFORMATION**14. (a) RECEIPTS-MONIES**

During this 6 month reporting period, have you received from any foreign principal named in Items 7, 8, or 9 of this statement, or from any other source, for or in the interests of any such foreign principal, any contributions, income or money either as compensation or otherwise? Yes ☒ No ☐

If no, explain why.

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies.⁶

Date	From Whom	Purpose	Amount
See Addendum B for details			

\$553,133.85

Total

(b) RECEIPTS - FUNDRAISING CAMPAIGN

During this 6 month reporting period, have you received, as part of a fundraising campaign⁷, any money on behalf of any foreign principal named in Items 7, 8, or 9 of this statement? Yes ☐ No ☒

If yes, have you filed an Exhibit D to your registration? Yes ☐ No ☐

If yes, indicate the date the Exhibit D was filed. Date _____

(c) RECEIPTS-THINGS OF VALUE

During this 6 month reporting period, have you received any thing of value⁹ other than money from any foreign principal named in Items 7, 8, or 9 of this statement, or from any other source, for or in the interests of any such foreign principal?

Yes ☐ No ☒

If yes, furnish the following information:

Foreign Principal	Date Received	Thing of Value	Purpose

^{6, 7} A registrant is required to file an Exhibit D if he collects or receives contributions, loans, moneys, or other things of value for a foreign principal, as part of a fundraising campaign. (See Rule 201(e)).

⁸ An Exhibit D, for which no printed form is provided, sets forth an account of money collected or received as a result of a fundraising campaign and transmitted for a foreign principal.

⁹ Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks," and the like.

15. (a) DISBURSEMENTS-MONIES

During this 6 month reporting period, have you

(1) disbursed or expended monies in connection with activity on behalf of any foreign principal named in Items 7, 8, or 9 of this statement? Yes ☒ No ☐(2) transmitted monies to any such foreign principal? Yes ☐ No ☐

If no, explain in full detail why there were no disbursements made on behalf of any foreign principal.

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies, including monies transmitted, if any, to each foreign principal.

Date	To Whom	Purpose	Amount
See Addendum C for details			

\$658,556.86

Total

(b) **DISBURSEMENTS-THINGS OF VALUE**

During this 6 month reporting period, have you disposed of anything of value¹⁰ other than money in furtherance of or in connection with activities on behalf of any foreign principal named in Items 7, 8, or 9 of this statement?

Yes ☐

No ☒

If yes, furnish the following information:

Date	Recipient	Foreign Principal	Thing of Value	Purpose
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(c) **DISBURSEMENTS-POLITICAL CONTRIBUTIONS**

During this 6 month reporting period, have you from your own funds and on your own behalf either directly or through any other person, made any contributions of money or other things of value¹¹ in connection with an election to any political office, or in connection with any primary election, convention, or caucus held to select candidates for political office?

Yes ☐

No ☒

If yes, furnish the following information:

Date	Amount or Thing of Value	Political Organization or Candidate	Location of Event
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^{10, 11} Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks" and the like.

V - INFORMATIONAL MATERIALS

16. (a) During this 6 month reporting period, did you prepare, disseminate or cause to be disseminated any informational materials?¹²

Yes ☐ No ☒

If Yes, go to Item 17.

(b) If you answered No to Item 16(a), do you disseminate any material in connection with your registration?

Yes ☐ No ☒

If Yes, please forward the materials disseminated during the six month period to the Registration Unit for review.

17. Identify each such foreign principal.

18. During this 6 month reporting period, has any foreign principal established a budget or allocated a specified sum of money to finance your activities in preparing or disseminating informational materials? Yes ☐ No ☒

If yes, identify each such foreign principal, specify amount, and indicate for what period of time.

19. During this 6 month reporting period, did your activities in preparing, disseminating or causing the dissemination of informational materials include the use of any of the following: Not Applicable

- ☐ Radio or TV broadcasts ☐ Magazine or newspaper ☐ Motion picture films ☐ Letters or telegrams
☐ Advertising campaigns ☐ Press releases ☐ Pamphlets or other publications ☐ Lectures or speeches
☐ Other (specify) _____

Electronic Communications

- ☐ Email
☐ Website URL(s): _____
☐ Social media websites URL(s): _____
☐ Other (specify) _____

20. During this 6 month reporting period, did you disseminate or cause to be disseminated informational materials among any of the following groups: Not Applicable

- ☐ Public officials ☐ Newspapers ☐ Libraries
☐ Legislators ☐ Editors ☐ Educational institutions
☐ Government agencies ☐ Civic groups or associations ☐ Nationality groups
☐ Other (specify) _____

21. What language was used in the informational materials: Not Applicable

- ☐ English ☐ Other (specify) _____

22. Did you file with the Registration Unit, U.S. Department of Justice a copy of each item of such informational materials disseminated or caused to be disseminated during this 6 month reporting period? Yes ☐ No ☐ Not Applicable

23. Did you label each item of such informational materials with the statement required by Section 4(b) of the Act?

Yes ☐ No ☐ Not Applicable

¹² The term informational materials includes any oral, visual, graphic, written, or pictorial information or matter of any kind, including that published by means of advertising, books, periodicals, newspapers, lectures, broadcasts, motion pictures, or any means or instrumentality of interstate or foreign commerce or otherwise. Informational materials disseminated by an agent of a foreign principal as part of an activity in itself exempt from registration, or an activity which by itself would not require registration, need not be filed pursuant to Section 4(b) of the Act.

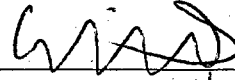
VI - EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her (their) knowledge and belief, except that the undersigned make(s) no representation as to truth or accuracy of the information contained in the attached Short Form Registration Statement(s), if any, insofar as such information is not within his/her (their) personal knowledge.

(Date of signature)

5/29/2012

(Print or type name under each signature or provide electronic signature¹³)



William Allen Shepard

¹³ This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

Addendum A

4(b) Partners, Officers, Directors

Name	Residence Address	Citizenship	Position	Date Assumed
Mike Dolan	15 East 69th Street New York, New York 10021	USA	Director	March 1, 2012
George Pyne	5 Brookview Lane Rye, New York 10580	USA	Director	March 1, 2012
Kevin Lavan	44 Hillcrest Road Martinsville, NJ 08836	USA	Director	March 1, 2012

Addendum B

14(a) Receipt of Monies by International Merchandising Corporation (IMC)

Date	From Whom	Purpose	Amount
11/28/2011	KR-215	Travel Reimbursement-Allen Shapard for travel expenses for following meetings: -5/18/2011 New York City -6/14/2011 Washington DC/Envoy Strategy Group -7/16/2011 New York City and Washington DC/Envoy Strategy Group -8/31/2011 Washington DC/Envoy Strategy Group -9/06/2011 England, France, Saudi Arabia, Lebanon -9/18/2011 New York City	\$22,708.88
11/28/2011	KR-215	Travel Reimbursement-Carolyn Mellin for travel expenses for the following meetings: -6/14/2011 Washington DC/Envoy Strategy Group -7/27/2011 Washington DC and New York -8/31/2011 Washington DC/Envoy Strategy Group -9/06/2011 England, France, Saudi Arabia, Lebanon -11/1/2011 Boston MA	\$18,328.86
11/28/2011	KR-215	Travel Reimbursement-Ben Hall for travel expenses for website meetings in Saudi Arabia on 8/1/2011	\$6,058.11
11/28/2011	KR-215	Fee Payment-Ben Hall (July-Oct, 2011 for websites)	\$50,953.60
11/28/2011	KR-215	Fee Payment-Ben Hall (Nov, 2011-Feb, 2012 for websites)	\$42,584.40
3/15/2012	KR-215	Payment for IMC services rendered pursuant to contract	\$412,500.00

Addendum C

15(a) Disbursement of Monies by International Merchandising Corporation (IMC)

Date	To Whom	Purpose	Amount
11/1/2011	Ben Hall	Digital Consultancy Work(10/11)	\$23,231.52
11/8/2011	Envoy Strategy	Marketing Strategy	\$215,000.00
11/16/2011	Carolyn Mellin	Travel Expenses	\$725.26
11/23/2011	Carolyn Mellin	Philanthropic Consulting Work	\$18,750.00
1/10/2012	Ben Hall	Digital Consultancy Work(11/11)	\$22,284.00
1/10/2012	Ben Hall	Website changes	\$2,785.50
1/11/2012	Carolyn Mellin	Philanthropic Consulting Work	\$37,500.00
1/12/2012	Brick Duck Comm.	Creative Writing/Editing	\$1,200.00
1/18/2012	Carolyn Mellin	Travel Expenses	\$503.76
1/18/2012	Carolyn Mellin	Travel Expenses	\$33.19
2/29/2012	John Herrick	Brand Advisory Services	\$6,000.00
1/31/2012	Ben Hall	Digital Consultancy Work(12/11)	\$28,254.60
3/6/2012	Ben Hall	Digital Consultancy Work(1/12)	\$22,910.40
3/14/2012	Video Express	Transfer of video tapes	\$953.83
3/14/2012	Carolyn Mellin	Travel Expenses	\$126.27
3/14/2012	Carolyn Mellin	Travel Expenses	\$478.15
3/14/2012	Hopple Popple	Catering expenses	\$9,000.00
3/14/2012	Carolyn Mellin	Travel Expenses	\$108.19
3/23/2012	Envoy Strategy	Marketing Strategy	\$206,250.00
4/4/2012	Carolyn Mellin	Philanthropic Consulting Work	\$37,500.00
4/11/2012	Carolyn Mellin	Computer Upgrade	\$1,700.00
4/11/2012	Ben Hall	Digital Consultancy Work(2/12)	\$22,836.96
4/18/2012	Carolyn Mellin	Travel Expenses	\$425.23

Note: new recipients of money (since prior reports)

Hopple Popple, Inc. (Catering expenses for Harvard/Alwaleed Centres Dinner-2/8/12)

284 California St.

Newton, MA 02458

John Herrick, Jr. (Branding Advisory Services)

2723 Ashley Road

Shaker Heights, Ohio 44122

Brick Duck Communications (Creative Writing/Editing Content for websites)

9792 Edmonds Way #205

Edmonds Washington 98020

Video Express (Video Tape Conversion to PAL format)

181 Newbury Street

Boston, Massachusetts 02116